

COMMONWEALTH OF KENTUCKY

BEFORE THE PUBLIC SERVICE COMMISSION

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COMMISSION

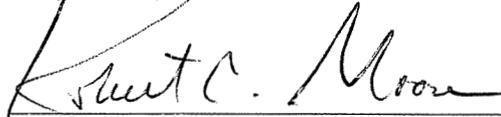
In the Matter of:

JOINT APPLICATION OF DOWNSTREAM, INC.,)	
AND FOX RUN UTILITIES, LLC)	Case No. 2008-00024
FOR APPROVAL OF THE TRANSFER OF)	
WASTEWATER TREATMENT PLANT TO)	
FOX RUN UTILITIES, LLC)	

NOTICE OF FILING OF ADOPTION NOTICE

Comes Fox Run Utilities, LLC, by counsel, and hereby files with the Public Service Commission its Adoption Notice stating that it is adopting all tariffs and supplements containing rates, rules and administrative regulations for furnishing Wastewater Treatment Collection and Treatment Service at Fox Run Subdivision in Frankfort, Franklin County, in the Commonwealth of Kentucky, filed with the Public Service Commission by Downstream, Inc., of Frankfort, Franklin County, Kentucky. Subject to the direction of the Public Service Commission, Fox Run Utilities, LLC, will file an executed copy of the Adoption Notice upon approval of the above-styled application for transfer.

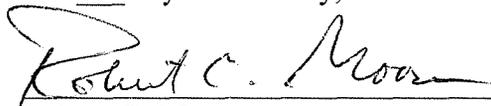
Respectfully submitted,



Robert C. Moore
Hazelrigg & Cox, LLP
415 West Main Street
P.O. Box 0676
Frankfort, Kentucky 40602-0676

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing was filed by hand delivery on Beth O'Donnell, Executive Director, Public Service Commission, P.O. Box 615, Frankfort, Kentucky 40602, and C. Dale Wright, Public Service Commission, P.O. Box 615, Frankfort, Kentucky 40602, and by first class mail on David Edward Spenard, Assistant Attorney General, 1024 Capital Center Drive, Suite 200, Frankfort, Ky., 40601-8204 on this the 20th day of February, 2008.


Robert C. Moore

ADOPTION NOTICE

The undersigned, Fox Run Utilities, LLC of Louisville, Kentucky, hereby adopts, ratifies, and makes its own in every respect as if the same had been originally filed and posted by it, all tariffs and supplements containing rates, rules and administrative regulations for furnishing Wastewater Treatment Collection and Treatment Service at Fox Run Subdivision in Frankfort, Franklin County, in the Commonwealth of Kentucky, filed with the Public Service Commission by Downstream, Inc., of Frankfort, Franklin County, Kentucky, and in effect on the ____ day of _____, 2008, the date on which the public service business of the said Downstream, Inc., was taken over by Fox Run Utilities, LLC.

This Notice was issued on the ____ day of _____, 2008, in conformity with Section 11 of 807 Kentucky Administrative Regulation 5 adopted by the Public Service Commission.

Fox Run Utilities, LLC

Title:_____

Date:_____